

# **Exhibit B**

**IN THE UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
Richmond Division**

**THOMAS R. BREEDEN,**

**Plaintiff,**

**Civil No. 3:11-cv-00263-JRS**

**v.**

**TRANS UNION, LLC,**

**Defendant.**

**DECLARATION OF JANET LYNN QUINN**

I, Janet Lynn Quinn, hereby declare and state the following:

1. My name is Janet Lynn Quinn. I am over the age of eighteen, and I am competent to testify to the matters described in this declaration. Unless otherwise indicated, I have personal knowledge of the facts and statements in this declaration and am prepared, if necessary, to testify to them, among other things, at a hearing or trial related to this matter or the issues or facts discussed in this declaration.

2. I am the Membership Manager for Trans Union LLC ("Trans Union"), and work in Fullerton, CA.

3. As the Membership Manager, I oversee the process by which Trans Union enters into contracts with customers who will receive credit reports from Trans Union. I also oversee the imaging and maintenance of the contracts that Trans Union enters into with its customers, including the contracts by which those customers certify their permissible purposes to receive credit reports from Trans Union.

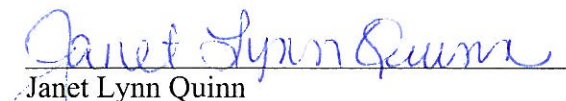
4. I have reviewed the records available to Trans Union's Membership Department pertaining to Trans Union's contracts and business interactions with T-Mobile USA, Inc. ("T-Mobile").

5. According to Trans Union's records, on August 26, 2008, Trans Union entered into a TransUnion Master Agreement for Consumer Reporting and Ancillary Services (the "MSA") with T-Mobile. Under the MSA, T-Mobile can obtain consumer credit information from Trans Union for T-Mobile's use in making credit eligibility and other decisions concerning consumers.

6. A copy of the MSA between T-Mobile and Trans Union was marked as TU 1-20 in this litigation. TU 1-20 is a true and accurate copy of the MSA between T-Mobile and Trans Union. TU 1-20 was made at or near the time of the occurrence of the matters set forth by, or from information transmitted by, a person with knowledge of those matters. TU 1-20 was kept in the course of the regularly conducted activities of Trans Union and was made by the regularly conducted activity as a regular practice of Trans Union.

Under 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Executed on October 6, 2011

  
Janet Lynn Quinn

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